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# UNITEDSTATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# ANNUAL AUDITÉD REPORT FORM X-17A-5 | PART III

OMB APPROVAL

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Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 1/1	/2008 A	AND ENDING 12/31/2008		
	MM/DD/YY			
A. REG	STRANT IDENTIFICAT	ON		
NAME OF BROKER-DEALER: Gilder Gagnon		OFFICIAL USE ONLY		
ADDRESS OF PRINCIPAL PLACE OF BUSIN	NESS: (Do not use P.O. Box No	).)	FIRM I.D. NO.	
1775 Broadway				
	(No. and Street)			
New York,	New York	10019	9	
(City)	(State)	(Zip C	(Zip Code)	
NAME AND TELEPHONE NUMBER OF PER	SON TO CONTACT IN REGA	RD TO THIS REPORT	Γ	
Steven E. Collopy	:	212-424-0310		
		(Area	(Area Code - Telephone Number	
B. ACCC	UNTANT IDENTIFICAT	ION		
INDEPENDENT PUBLIC ACCOUNTANT wh	ose opinion is contained in this	Report*		
PricewaterhouseCoopers LLP				
	Name – if individual, state last, first, mi	ddle name)		
300 Madison Ave	New York	New York	10017	
(Address)	(City)	(State)	(State) SEC (Zip Code) Mail Processing	
CHECK ONE:	PROCESSED	Mail Process		
_	MAR 1 2 2009	Section		
☐ Certified Public Accountant	WAN I & LOOJ	FEB 2 620	Na	
☐ Public Accountant	THOMSON REUTERS	LEB & Oto	n) i	
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FOR OFFICIAL USE ONLY			101	

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

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# OATH OR AFFIRMATION

I, Travis Anderson	, swear (or affirm) that, to the best of
my knowledge and belief the accompanying financial state. Gilder Gagnon Howe & Co. LLC	ment and supporting schedules pertaining to the firm of , as
of December 31	o 08 are true and correct. I further swear (or affirm) that
neither the company nor any partner, proprietor, principal classified solely as that of a customer, except as follows:	officer or director has any proprietary interest in any account
	Signature Managing Member
Computation for Determination of the Reserve Rec.  (k) A Reconciliation between the audited and unaudite consolidation.  (l) An Oath or Affirmation.  (m) A copy of the SIPC Supplemental Report.	Partners' or Sole Proprietors' Capital. to Claims of Creditors. rements Pursuant to Rule 15c3-3. Requirements Under Rule 15c3-3. n of the Computation of Net Capital Under Rule 15c3-1 and the

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

# Gilder Gagnon Howe & Co. LLC

Consolidated Statement of Financial Condition December 31, 2008

SEC Mail Processing Section

FEB 2 6 2009

Washington, DC 101



PricewaterhouseCoopers LLP PricewaterhouseCoopers Center 300 Madison Avenue New York, NY 10017 Telephone (646) 471 3000 Facsimile (813) 286 6000

#### Report of Independent Auditors

To the Members of Gilder Gagnon Howe & Co. LLC

In our opinion, the accompanying consolidated statement of financial condition presents fairly, in all material respects, the consolidated financial position of Gilder Gagnon Howe & Co. LLC (the "Firm") and its subsidiaries at December 31, 2008, in conformity with accounting principles generally accepted in the United States of America. This financial statement is the responsibility of the Firm's management. Our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Trucewatuhouseloopers JJP February 24, 2009

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Assets		
Cash	i	\$ 5,240,253
Receivable from clearing broker	1	4,510,414
Securities owned, held at clearing broker, at market value	1	22,243,009
Furniture, equipment, aircraft and leasehold improvements, at cos	t¦ net of	
accumulated depreciation and amortization of \$7,094,908	1	14,417,556
Other assets	1	694,330
Total assets		\$ 47,105,562
Liabilities and Members' Capital		
Liabilities	•	
Accrued compensation	1	\$ 5,024,086
Accrued unincorporated business tax	I	1,699,911
Profit sharing plan	1	2,898,981
Accounts payable and accrued expenses		2,517,533
Payable to clearing broker		481,966
Notes payable	1	179,625
Total liabilities	1	12,802,102
Commitments and contingencies (Note 7)	1	
Members' capital	ſ	34,303,460
Total liabilities and members' capital		\$ 47,105,562

# 1. Organization and Nature of Operations

Gilder Gagnon Howe & Co. LLC (the "Firm") is a New York limited liability corporation. The Firm is a broker-dealer registered with the Securities and Exchange Commission ("SEC"). The Firm is also a member of the Financial Industry Regulatory Authority ("FINRA"). In addition, the Firm is registered as a futures commissions merchant with the Commodity Futures Trading Commission ("CFTC"). The Firm has not yet commenced futures operations. On January 27, 2006, the Firm received approval from the SEC to act as an Investment Adviser.

The Firm manages investments for individual customers on a discretionary basis. It earns income from commissions charged to customers, and effects transactions in listed and unlisted securities, options and commodities. The Firm introduces all of its customer transactions, which are not reflected in these financial statements, to a clearing broker, which clears such transactions on a "fully disclosed" basis. The clearing broker has procedures to maintain collateral for such customers' margin loans. Pursuant to the terms of the agreement with the clearing broker, the clearing broker may charge the Firm for uncollateralized margin loans receivable, as the Firm is responsible for maintaining margin in each customer's margin account to the satisfaction of the clearing broker. The clearing broker may also charge the Firm for losses that result from a counterparty's failure to fulfill its contractual obligations. As the right to charge the Firm has no maximum amount and applies to all trades executed through the clearing broker, the Firm believes there is no maximum amount assignable to this right. At December 31, 2008, the Firm has recorded no liabilities with regard to the clearing broker's right.

In addition, the Firm has the right to pursue collection or performance from the counterparties who do not perform under their contractual obligations.

# 2. Significant Accounting Policies

#### **Principles of Consolidation**

The Firm's wholly-owned subsidiaries were established for operating purposes. The consolidated financial statements include the accounts of the Firm and its wholly-owned subsidiaries In Pursuit LLC, Cloverleaf LLC and Onward and Upward LLC. The subsidiaries are single member limited liability companies in which Gilder Gagnon Howe & Co. LLC has a 100% interest. All material intercompany amounts are eliminated in consolidation.

#### Cash

The Firm maintains its cash in one major financial institution.

#### Receivable from Clearing Broker

Receivable from clearing broker represents commissions and interest receivable from the Firm's clearing broker. The Firm is subject to credit risk should the clearing broker be unable to repay the receivable from clearing broker balance reflected on the statement of financial condition; however, the Firm does not anticipate non-performance by this counterparty. The carrying value of the receivable from clearing broker approximates the fair value as the balance is short-term and interest bearing.

#### Securities Transactions

Securities transactions are recorded on a trade-date basis at market value.

# Furniture, Equipment, Aircraft and Leasehold Improvements

Furniture, equipment and aircraft are depreciated over their estimated useful lives using the declining-balance method. In 2008 the Firm decided to change the rate at which they apply the declining-balance method from 200% to 125%. This resulted in an immaterial cumulative change. Leasehold improvements are depreciated over the shorter of the term of the lease or the estimated life of the improvement using the straight-line method.

#### **Financial Instruments**

The fair values of the Firm's financial instruments approximate their carrying values due to their short-term nature (receivables, payables) or repricing characteristics (notes payable).

#### **Income Taxes**

The Firm provides for local unincorporated business taxes and New York State sales tax. Other income taxes have not been provided, as the members are individually responsible for such taxes on their respective share of the Firm's net income.

# Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

#### **Recent Accounting Developments**

In June 2006, the FASB issued FIN 48, "Accounting for Uncertainty in Income Taxes - an Interpretation of FASB Statement No. 109." FIN 48 requires that the Firm determine whether a tax position is more likely than not to be sustained upon examination, including resolution of any related appeals or litigation processes based on the technical merits of the position. Once it is determined that a position meets this recognition threshold, the position is measured to determine the amount of benefit to be recognized in the financial statements. The Firm will adopt the provisions of FIN 48 in 2009. Adoption of FIN 48 will not have a material effect on the firm's financial condition.

# 3. Furniture, Equipment, Aircraft and Leasehold Improvements

A summary of the components of furniture, equipment, aircraft and leasehold improvements at December 31, 2008 are as follows:

Furniture	\$ 1,262,606
Equipment	1,233,134
Aircraft	6,483,786
Leasehold improvements	12,532,938
	21,512,464
Accumulated depreciation and amortization	 (7,094,908)
	\$ 14,417,556

The Firm owns 100% of one aircraft and a fractional interest (6.25% and 9.375% interests) in each of the remaining two aircraft.

# 4. Notes Payable

This loan of \$179,625 is held by a subsidiary of the Firm, In Pursuit LLC, and was due on October 22, 2007. On the due date the loan was refinanced to an interest only loan whereby the monthly interest is payable at LIBOR plus 100 bps on the outstanding principal until the loan is fully repaid. The loan is repayable on demand. The notes are guaranteed by one of the managing members of the Firm and are collateralized by FAA-recorded first chattel mortgage liens. The notes contain debt covenants which restrict In Pursuit LLC from guaranteeing additional obligations.

# 5. Payable to clearing broker

This margin loan is held by a subsidiary of the Firm, Cloverleaf LLC, to finance the use of an aircraft and is guaranteed by the Firm. The principal and any unpaid interest are repayable on demand. Interest is charged and accrued monthly at the clearing broker's margin rate and is payable at maturity.

# 6. Profit-Sharing Plan

The Firm has a profit-sharing plan for all full-time eligible employees. The 2008 Firm contribution is an amount equal to 20% of the compensation earned by eligible employees during 2008, limited to the maximum \$46,000 per individual employee allowable under United States Treasury Department regulations.

# 7. Commitments and Contingencies

The Firm is obligated under a noncancelable lease for office space which expires on January 31, 2017. The lease contains a provision for escalation based on certain increases in costs incurred by the lessor. Minimum future annual rental commitments under the noncancelable operating lease are as follows:

Year Ending December 31,		
2009		\$ 2,793,725
2010	1	3,383,200
2011		3,474,479
2012		3,561,323
2013 and thereafter		16,684,801
Total minimum future rental payments		\$ 29,897,528

# 8. Regulatory Requirements

The Firm is subject to the Securities and Exchange Commission's Uniform Net Capital Rule (SEC Rule 15c3-1) and the Commodity Futures Trading Commission's Regulation 1.17, which both require the maintenance of minimum net capital, as defined. The Firm has elected to use the alternative method permitted by these rules, under which the Firm's greatest minimum net capital requirement is \$500,000. At December 31, 2008, the Firm had net capital, as defined, of approximately \$12,219,122, which was \$11,719,122 in excess of the minimum net capital rule requirement.

The Firm had no regulated commodity customers' accounts open on its books at December 31, 2008; therefore, a schedule of segregation requirements and funds in segregation has not been prepared.

The Firm claims exemption under the exemptive provisions of Rule 15c3-3 under paragraph (k)(2)(ii) because, as an introducing broker, it clears all transactions with and for customers on a fully disclosed basis with its clearing broker, and promptly transmits all customer funds and securities to the clearing broker.



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